

# SH02

## Notice of consolidation, sub-division, redemption of shares or re-conversion of stock into shares



☒ **What this form is for**  
You may use this form to give notice  
of consolidation, sub-division,  
redemption of shares or  
re-conversion of stock into shares.

☐ **What this form is NOT for**  
You cannot use this form to give  
notice of a conversion of shares in  
stock.

WEDNESDAY



SCT \*SWALTS37\* 272  
02/03/2011  
COMPANIES HOUSE

### 1 Company details

Company number	S	C	1	8	0	5	4	5
Company name in full	SARACEN FUND MANAGERS LIMITED							

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals.  
  
All fields are mandatory unless  
specified or indicated by \*

### 2 Date of resolution

Date of resolution	d	2	d	0	m	0	m	1	y	2	y	0	y	1	y	1
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### 3 Consolidation

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share

### 4 Sub-division

Please show the amendments to each class of share.

Class of shares (E.g. Ordinary/Preference etc.)	Previous share structure		New share structure	
	Number of issued shares	Nominal value of each share	Number of issued shares	Nominal value of each share

### 5 Redemption

Please show the class number and nominal value of shares that have been redeemed.  
Only redeemable shares can be redeemed.

Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share
REDEEMABLE PREFERENCE	150,000	1.00

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Please show the class number and nominal value of shares following re-conversion from stock.

	New share structure		
Value of stock	Class of shares (E.g. Ordinary/Preference etc.)	Number of issued shares	Nominal value of each share

**Section 7 (also Section 8 and Section 9 if appropriate)** should reflect the company's issued capital following the changes made in this form.

Please complete the table below to show each share classes held in pound sterling.  
If all your issued capital is in sterling, only complete **Section 7** and then go to **Section 10**.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
ORDINARY	15.00	0.00	100	£ 10.00
ORDINARY	0.10	0.00	1900	£ 190.00
REDEEMABLE PREFERENCE	1.00	0.00	150000	£ 150,000.00
				£
<b>Totals</b>			152000	£ 150,200.00

Please complete the table below to show any class of shares held in other currencies. Please complete a separate table for each currency.

Currency				
Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

- ① Including both the nominal value and any share premium.
- ② Total number of issued shares in this class.

- ③ Number of shares issued multiplied by nominal value of each share.

**Continuation pages**  
Please use a Statement of Capital continuation page if necessary.

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**Statement of capital (Totals)**

Please give the total number of shares and total aggregate nominal value of issued share capital.

Total number of shares

Total aggregate  
nominal value ①

**① Total aggregate nominal value**  
Please list total aggregate values in  
different currencies separately. For  
example: £100 + €100 + \$10 etc.

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**Statement of capital (Prescribed particulars of rights attached to shares) ②**

Please give the prescribed particulars of rights attached to shares for each  
class of share shown in the statement of capital share tables in **Section 7** and  
**Section 8**.

Class of share

ORDINARY

Prescribed particulars

One vote for each share, rights to dividends, no  
special rights in relation to capital distributions  
and the shares are not redeemable.

**② Prescribed particulars of rights  
attached to shares**

The particulars are:

- a. particulars of any voting rights,  
including rights that arise only in  
certain circumstances;
- b. particulars of any rights, as  
respects dividends, to participate  
in a distribution;
- c. particulars of any rights, as  
respects capital, to participate in a  
distribution (including on winding  
up); and
- d. whether the shares are to be  
redeemed or are liable to be  
redeemed at the option of the  
company or the shareholder and  
any terms or conditions relating to  
redemption of these shares.

A separate table must be used for  
each class of share.

Please use a Statement of capital  
continuation page if necessary.

Class of share

REDEEMABLE PREFERENCE

Prescribed particulars

Please see continuation page.

Class of share

Prescribed particulars

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Class of share	
Prescribed particulars	
Class of share	
Prescribed particulars	

- 1 Prescribed particulars of rights attached to shares**  
 The particulars are:  
 a. particulars of any voting rights, including rights that arise only in certain circumstances;  
 b. particulars of any rights, as respects dividends, to participate in a distribution;  
 c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and  
 d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.
- A separate table must be used for each class of share.
- Please use a Statement of capital continuation page if necessary.

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**Signature**

Signature

I am signing this form on behalf of the company.

Signature

X  X  
 FOR AND ON BEHALF OF MACLAY MURRAY & SPENS LLP

This form may be signed by:

~~Director~~ **2**, Secretary, ~~Person authorised~~ **3**, Administrator, Administrative Receiver, Receiver, Receiver manager, CIC manager.

- 2 Societas Europaea**  
 If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.
- 3 Person authorised**  
 Under either section 270 or 274 of the Companies Act 2006.

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### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Maclay Murray & Spens LLP

Address

Quartermile One

15 Lauriston Place

Post town

Edinburgh

County/Region

Postcode

E H 3 9 E P

Country

DX DX ED137

Edinburgh

Telephone

0131 228 7000



### Checklist

We may return forms completed incorrectly or  
with information missing.

Please make sure you have remembered the  
following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have entered the date of resolution in Section 2.
- ☐ Where applicable, you have completed Section 3, 4, 5 or 6.
- ☐ You have completed the statement of capital.
- ☐ You have signed the form.



### Important information

Please note that all information on this form will  
appear on the public record.



### Where to send

You may return this form to any Companies House  
address, however for expediency we advise you to  
return it to the appropriate address below:

#### For companies registered in England and Wales:

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.

#### For companies registered in Scotland:

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post).

#### For companies registered in Northern Ireland:

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG.  
DX 481 N.R. Belfast 1.



### Further information

For further information, please see the guidance notes  
on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or  
email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an  
alternative format. Please visit the  
forms page on the website at  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

## SH02 - continuation page

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### Statement of capital (Prescribed particulars of rights attached to shares) ①

Class of share	REDEEMABLE PREFERENCE SHARES	
Prescribed particulars	<p>Entitled to dividends but not entitled to vote.</p> <p>On a winding up or other return of capital (other than a redemption or reduction of capital) a holder of preference shares will rank in the application of assets of the company available to a shareholder (1) junior to the holder of any shares of the company in issue ranking in priority to the preference shares, (2) equally in all respects with holders of other preference shares and any other shares of the company in issue ranking equally with the preference shares, (3) in priority to the holders of the ordinary shares and any other shares of the company ranking junior to the preference shares. The preference shares may be redeemed at any time, but solely at the option of the company, provided that the preference shares are not redeemed before the fifth anniversary of the date of issue unless (i) the company has given notice to the Financial Services Authority and (ii) at the time of the exercise of that right it complies with the relevant Financial Services Authority rules and will continue to do so after the redemption.</p>	<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are:</p> <ul style="list-style-type: none"> <li>a. particulars of any voting rights, including rights that arise only in certain circumstances;</li> <li>b. particulars of any rights, as respects dividends, to participate in a distribution;</li> <li>c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and</li> <li>d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.</li> </ul> <p>A separate table must be used for each class of share.</p>